

**STATE OF ILLINOIS  
 SECRETARY OF STATE  
 SECURITIES DEPARTMENT**

IN THE MATTER OF: TMFS-Harrisburg, LLC.	)
d/b/a THE MUTUAL FUND STORE	)

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FILE NO. 1000200

**CONSENT ORDER OF FINE**

TO THE RESPONDENT:             TMFS-Harrisburg, LLC.  
   d/b/a The Mutual Fund Store  
   (IARD#: 144963)  
   2308 PATTON ROAD SUITE G  
   HARRISBURG, Pennsylvania 17112

WHEREAS, Respondent on the 18th day of November, 2010 executed a certain Stipulation to Enter Consent Order of Fine (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, Respondent has admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing of the Secretary of State, Securities Department dated September 8, 2010 in this proceeding (the "Notice") and Respondent has consented to the entry of this Consent Order of Fine ("Consent Order").

WHEREAS, by means of the Stipulation, the Respondent acknowledged, without admitting or denying the truth thereof, that the following allegations contained in the Notice of Hearing shall be adopted as the Secretary of State's Findings of Fact:

- The Respondent is a Federal Covered Investment Adviser (FCIA). During the period of October 15, 2009 through at least March, 2010, the Respondent provided investment advisory services to residents of the State of Illinois without prior thereto having filed the required "Notice" documents with the Secretary of State.

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2. That Section 8.C(5) of the Act provides, inter alia, a federal covered investment adviser shall file with the Secretary of State, prior to acting as a federal covered investment adviser in this State, such documents as have been filed with the Securities and Exchange Commission as the Secretary of State by rule or order may prescribe. The notification of a federal covered investment adviser shall be accompanied by a notification filing fee established pursuant to Section 11a of this Act, which shall not be returnable in any event. Every person acting as a federal covered investment adviser in this State shall file a notification filing and pay an annual notification filing fee established pursuant to Section 11a of this Act, which is not returnable in any event. The failure to file any such notification shall constitute a violation of subsection D of Section 12.D of this Act.
3. That Section 12.D of the Act provides, inter alia, that it shall be a violation of the provisions of the Act for any person to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act.
4. That by virtue of the foregoing, the Respondent has committed a violation of section 12.D of the Act.
5. That Section 11.E(3) of the Act provides, inter alia, If the Secretary of State shall find that any person is acting or has acted as a federal covered investment adviser, without prior thereto and at the time thereof having complied with the notice filing requirements of this Act, the Secretary of State may by written order prohibit or suspend the person from acting as a federal covered investment adviser in this State.

WHEREAS, by means of the Stipulation, the Respondent acknowledged, without admitting or denying the truth thereof, that the Secretary of State has adopted the following additional Finding of Fact: That Section 11.e (4) of the Act provides that in addition to any other sanction or remedy contained in this subsection E, the Secretary of State, after finding that any provision of this Act has been violated, may impose a fine as provided by rule, regulation or order not to exceed \$10,000, for each violation of this Act, may issue an order of public censure against the violator, and may charge as costs of investigation all reasonable expenses, including attorney's fees and witness fees.

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WHEREAS, by means of the Stipulation Respondent has acknowledged, without admitting or denying the averments, that the following shall be adopted as the Secretary of State's Conclusions of Law:

- 1) The Respondent has committed a violation of Section 12.D of the Act:
- 2) The Respondent is subject to the entry of a written order which would prohibit or suspend it from acting as a federal covered investment adviser in this State; and
- 3) The Respondent is subject to a fine pursuant to Sections 12.D and 11.E(4) of the Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that they shall be FINED Four Thousand dollars (\$4,000.00), to be paid by certified or cashier's check, made payable to the Secretary of State, Securities Audit and Enforcement Fund.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that they shall be levied the costs incurred during the investigation of this matter in the amount of Seven Hundred Fifty Dollars (\$750.00), to be paid by certified or cashier's check made payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that they has submitted with the Stipulation a certified or cashier's check in the amount of Four Thousand Seven Hundred Fifty dollars (\$4,750.00). Said sum is allocated as follows: Four Thousand dollars (\$4,000.00) as FINE for violation of the Act; and Seven Hundred Fifty dollars (\$750.00) to cover the costs incurred during the investigation of this matter. Said check has been made payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund.

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WHEREAS, the Secretary of State, by and through his duly authorized representative, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceedings.

NOW THEREFORE IT SHALL BE AND IS HEREBY ORDER THAT:

1. Respondent is FINED in the amount of Four Thousand dollars (\$4,000.00), payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund, and on, 2010 has submitted Four Thousand dollars (\$4,000.00) in payment thereof.
2. Respondent is levied costs of investigation in this matter in the amount of Seven Hundred Fifty dollars (\$750.00), payable to the Office of the Secretary of State, Securities Audit and Enforcement Fund, and on November 18<sup>th</sup>, 2010 has submitted Seven Hundred Fifty dollars (\$750.00) in payment thereof.
3. The formal hearing scheduled on this matter is hereby dismissed without further proceedings.

ENTERED: This 1st day of December 2010.



JESSE WHITE  
Secretary of State  
State of Illinois

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